



Diversity Policy

Corporate Policy

Coveo Solutions Inc.

Adopted by the Board of the Company on November 16, 2021, and last revised on July 30, 2025.

1. Purpose

Coveo Solutions Inc. (the “**Company**”) values the benefits that diversity can bring to its board of directors (the “**Board**”) and senior management team. Diversity promotes the inclusion of different perspectives and ideas, mitigates against groupthink and improves governance. Diversity on the Board and in senior management positions also demonstrates the Company’s commitment to diversity and inclusion at all levels of the organization. The Company is also committed to fostering an inclusive culture based on merit and free of bias. This policy sets out the approach to the identification and nomination of members of certain designated groups – women, members of visible minorities, Aboriginal peoples and persons with disabilities (collectively, the “**Designated Groups**”) – on the Board and in senior management positions.

2. Policy

2.1 At all times, the Board will seek to nominate directors and appoint members of senior management based on merit, taking into account the strategic needs of the business and the nature of the environment in which the Company operates.

2.2 In identifying potential candidates, the Board, the Risk and Governance Committee and the Compensation Committee will:

- a) Consider only candidates who are highly qualified based on their talents, experience, expertise, character and industry knowledge;
- b) Take into account criteria that promote diversity, including, but not limited to, gender, age, race, national or ethnic origin and disability;
- c) Endeavour to use available networks of organizations and associations that may help identify diverse candidates; and
- d) Consider the level of representation of Designated Groups on the Board and in senior management positions.

2.3 The Company is required to report annually to shareholders on the diversity of the members of its Board and in senior management positions, including the number and percentage of directors and members of senior management who are members of each of the Designated Groups.

2.4 The Company’s approach to determining whether individuals fall within Designated Groups is based on self-identification by the individuals and is carried out in a manner that respects applicable privacy laws.

2.5 The Company believes promotion of diversity is best served through careful consideration of all of the knowledge, experience, skills and backgrounds of each individual candidate in light of the needs of the Board and senior management without focusing on a single diversity characteristic and, accordingly, has not adopted specific diversity targets for the Board or senior management.

2.6 The Risk and Governance Committee will monitor the level of representation of Designated Groups on the Board. Similarly, the Compensation Committee will monitor the level of representation of Designated Groups in senior management positions.

2.7 At least annually, the Board, in conjunction with the Risk and Governance Committee and the Compensation Committee, will review this diversity policy and assess its effectiveness in promoting diversity at the Board and senior management levels.

2.8 In alignment with its commitment to diversity as set forth in this Policy, the Corporation aspires to maintain a Board composition in which women represent at least 30% of its members.
